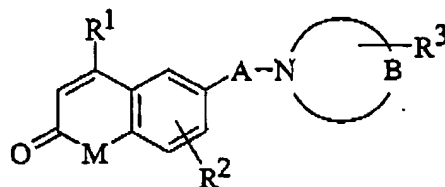


IN THE CLAIMS

Claim 1 (Currently Amended) A compound of the formula:



in which:

- a. M is NZ or O;
- b. Z is represented by H or C₁-C₄ alkyl;
- c. R¹ is represented by hydrogen, (C₁-C₂)alkyl, optionally substituted with one or more halogens, or (C₁-C₂)alkoxy, optionally substituted with 1 or more halogens;
- d. R² is absent, or may represent up to 2 substituents selected from the group consisting of halogen, nitrile, hydroxy, (C₁-C₄)alkyl, (C₂-C₄)alkenyl, (C₂-C₄)alkynyl, (C₁-C₄)alkoxy, (C₁-C₂)alkyl substituted with 1 or more halogens, (C₁-C₂)alkoxy substituted with one or more halogens, SR⁴, and NR⁴R⁵;
- e. A is represented by -S(O₂);
- f. B completes a heterocyclic ring;
- g. R³ may be absent, or may represent up to 2 substituents selected from the group consisting halogen, hydroxy, nitrile, (C₁-C₄)alkoxy, (C₁-C₄)alkyl, optionally substituted heterocyclic, optionally substituted heteroaryl, optionally substituted phenyl, -[CH₂]_mC(O)OR⁴, -[CH₂]_mC(O)R⁴, -[CH₂]_mC(O)NR⁴R⁵, (C₁-C₄)alkylR⁶, -[CH₂]_n-Y[-CH₂]_m-X-[CH₃]_q, (C₃-C₈)cycloalkyl, and -SR⁴;

- h. R^4 is represented by hydrogen, (C_1-C_4) alkyl, optionally substituted benzyl, optionally substituted phenyl, optionally substituted heteroaryl, or optionally substituted heterocyclic or R^4 and R^5 together with the adjacent nitrogen atom can combine to form a heterocyclic or heteroaryl ring;
- i. R^5 is represented by hydrogen, optionally substituted phenyl, (C_1-C_4) alkyl, or optionally substituted benzyl;
- j. R^6 is represented by optionally substituted phenyl, optionally substituted heteroaryl, or optionally substituted heterocyclic;
- k. n is an integer selected from 1, 2, 3, or 4;
- l. Y is absent, or is represented by O, $C(O)$, OH, SH, or S;
- m. m is represented by an integer selected from 0, 1, 2, 3, or 4;
- n. X is absent, or is represented by O, $C(O)$, OH, SH or S; and
- o. q is represented by the integer 0 or 1; ~~and; the~~
or a pharmaceutically acceptable salts, or solvates, and prodrugs thereof;
~~thereof with the provision that if both X and Y are present, then M is not zero~~
with the proviso that: 1) if both X and Y are present, then m is not zero, and 2) if
M is represented by oxygen, then R^1 must be trifluoromethyl.

Claim 2 (Currently Amended) The compound of claim ~~1~~3 in which R^1 is represented by trifluoromethyl.

Claim 3 (Currently Amended) The compound of claim ~~2~~1 in which M is NZ, in which Z is hydrogen.

Claim 4 (Currently Amended) The compound according to claim ~~2~~1 in which B complete a 5 or 6 member sulfur containing heterocyclic ring.

Claim 5 (Currently Amended) The compound according to claim ~~3~~2 in which B complete a 5 or 6 member sulfur containing heterocyclic ring.

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Claim 6 (Currently Amended) The compound according to claim 21 in which B complete a 5 or 6 member nitrogen containing heterocyclic ring.

Claim 7 (Currently Amended) The compound according to claim 2 in which B complete a 5 or 6 member nitrogen containing heterocyclic ring.

Claim 8 (Currently Amended) The compound according to claim 21 in which B complete a 5 or 6 member oxygen containing heterocyclic ring.

Claim 9 (Currently Amended) The compound according to claim 2 in which B complete a 5 or 6 member oxygen containing heterocyclic ring.

Claim 10 (Currently Amended) The compound according to claim 21 in which B is selected from the group consisting of azocane, piperidine, piperazine, pyrrolidine, isoquinoline, thiazolidine, morpholine, azepane, and azetidine.

Claim 11 (Currently Amended) The compound according to claim 32 in which B is selected from the group consisting of azocane, piperidine, piperazine, pyrrolidine, isoquinoline, thiazolidine, morpholine, azepane, and azetidine.

Claim 12 (Original) The compound according to claim 1 in which said compound is selected from the group consisting of:

6-(Azocane-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Pyrrolidin-1-ylpiperidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-[4-(4-Methoxyphenyl)-3-methylpiperazine-1-sulfonyl]-4-trifluoromethyl-1H-quinolin-2-one;

1-(2-Oxo-4-trifluoromethyl-1,2-dihydroquinoline-6-sulfonyl)piperidine-4-carboxylic acid ethyl ester;

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6-(4-Hydroxy-4-thiophen-2-ylpiperidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Furan-2-ylmethylpiperazine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(1,3-Dihydroisoindole-2-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

1-(2-Oxo-4-trifluoromethyl-1,2-dihydroquinoline-6-sulfonyl)pyrrolidine-2-carboxylic acid methyl ester;

6-{4-[2-(2-Hydroxyethoxy)-ethyl]piperazine-1-sulfonyl}-4-trifluoromethyl-1H-quinolin-2-one;

6-(6,7-Dimethoxy-3,4-dihydro-1H-isoquinoline-2-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(1,4-Dioxo-8-azaspiro[4.5]decane-8-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-[4-(2-Oxo-2-pyrrolidin-1-ylethyl)piperazine-1-sulfonyl]-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Methylpiperidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(3-Hydroxymethylpiperidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(Thiazolidine-3-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Pyridin-4-ylpiperazine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Phenylpiperazine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-[2-(2-Hydroxyethyl)-piperidine-1-sulfonyl]-4-trifluoromethyl-1H-quinolin-2-one;

6-(2-Hydroxymethyl-pyrrolidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(Octahydroquinoline-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-[4-(2-Thiophen-2-ylethyl)piperazine-1-sulfonyl]-4-trifluoromethyl-1H-quinolin-2-one;

6-(Pyrrolidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(2,6-Dimethylmorpholine-4-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(2-Oxa-5-azabicyclo-[2.2.1]heptane-5-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(Azepane-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(2-Methylpiperidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Cyclopentylpiperazine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(Azetidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Pyridin-2-ylpiperazine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(2-Pyrrolidin-1-ylmethyl-pyrrolidine-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(2,3,5,6-Tetrahydro-[1,2']bipyrazinyl-4-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

1-(1-Methyl-2-oxo-4-trifluoromethyl-1,2-dihydroquinoline-6-sulfonyl)piperidine-4-carboxylic acid ethyl ester;

6-(1,3-Dihydroisoindole-2-sulfonyl)-1-methyl-4-trifluoromethyl-1H-quinolin-2-one;

6-(4-Ethylpiperazine-1-sulfonyl)-1-methyl-4-trifluoromethyl-1H-quinolin-2-one;

6-{4-[2-(2-Hydroxyethoxy)-ethyl]piperazine-1-sulfonyl}-1-methyl-4-trifluoromethyl-1H-quinolin-2-one;

1-Methyl-6-(thiazolidine-3-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

1-Methyl-6-(octahydro-quinoline-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one;

6-(Azepane-1-sulfonyl)-1-methyl-4-trifluoromethyl-1H-quinolin-2-one;

6-(2,6-Dimethylmorpholine-4-sulfonyl)-1-methyl-4-trifluoromethyl-1H-quinolin-2-one; and

6-(3,4-Dihydro-2H-quinoline-1-sulfonyl)-1-methyl-4-trifluoromethyl-1H-quinolin-2-one.

Claim 13 (Original) The compound according to Claim 1 in which said compound is selected from the group consisting of 6-(thiazolidine-3-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one, 6-(azocane-1-sulfonyl)-4-trifluoromethyl-1H-quinolin-2-one, and 6-[4-(piperidine-1-sulfonyl)]-4-trifluoromethyl-1H-quinolin-2-one.

Claims 14 and 15 Cancelled

Claim 16 (Original) A pharmaceutical composition comprising a compound according to claim 1 in admixture with 1, or more, pharmaceutically acceptable excipients.

Claim 17 (Original) A topical pharmaceutical formulation comprising a compound according to claim 1 in admixture with 1, or more, pharmaceutically acceptable excipients suitable for dermal application.

Claim 18 (Currently Amended) ~~An kit article of manufacture~~ comprising a compound according to claim 1 packaged for retail distribution, which advises a consumer how to utilize the compound to alleviate a condition selected from the group consisting of acne, alopecia, and oily skin.